

COLGATE PALMOLIVE CO
Form 4
November 06, 2007

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
TOBEN EDMUND D

(Last) (First) (Middle)

C/O COLGATE-PALMOLIVE COMPANY, 300 PARK AVENUE

(Street)

NEW YORK, NY 10022

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COLGATE PALMOLIVE CO [CL]

3. Date of Earliest Transaction (Month/Day/Year)
11/02/2007

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
Sr. VP Glob. I.T. & Bus. Serv.

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	11/02/2007		M ⁽¹⁾		5,200	A	\$ 55.6563
Common Stock	11/02/2007		M ⁽¹⁾		25,000	A	\$ 55.11
Common Stock	11/02/2007		M ⁽¹⁾		23,400	A	\$ 56.565
Common Stock	11/02/2007		M ⁽¹⁾		24,000	A	\$ 54.4
Common Stock	11/02/2007		M ⁽¹⁾		16,000	A	\$ 53.455

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Common Stock	11/02/2007	M ⁽¹⁾	8,333	A	\$ 60.68	145,832	D	
Common Stock	11/02/2007	F ⁽²⁾	84,574	D	\$ 74.72	61,258	D	
Common Stock	11/05/2007	S ⁽³⁾	2,622	D	\$ 75.025	58,636 ⁽⁴⁾	D	
Common Stock						1,578	I	By Issuer's 401(k) Plan Trustee
Common Stock						2,387	I	By Daughter ⁽⁵⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 55.6563	11/02/2007		M ⁽¹⁾	5,200	09/09/2002 ⁽⁶⁾	09/09/2009	Common Stock	5,200
Stock Option (Right to Buy)	\$ 55.11	11/02/2007		M ⁽¹⁾	25,000	09/12/2005 ⁽⁶⁾	09/12/2012	Common Stock	25,000
Stock Option (Right to Buy)	\$ 56.565	11/02/2007		M ⁽¹⁾	23,400	09/11/2006 ⁽⁶⁾	09/11/2009	Common Stock	23,400

Stock Option (Right to Buy)	\$ 54.4	11/02/2007	M ⁽¹⁾	24,000	09/09/2007 ⁽⁶⁾	09/09/2010	Common Stock	24,000
Stock Option (Right to Buy)	\$ 53.455	11/02/2007	M ⁽¹⁾	16,000	09/08/2006 ⁽⁷⁾	09/08/2011	Common Stock	16,000
Stock Option (Right to Buy)	\$ 60.68	11/02/2007	M ⁽¹⁾	8,333	09/07/2007 ⁽⁷⁾	09/07/2012	Common Stock	8,333

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TOBEN EDMUND D C/O COLGATE-PALMOLIVE COMPANY 300 PARK AVENUE NEW YORK, NY 10022			Sr. VP Glob. I.T. & Bus. Serv.	

Signatures

Nina D. Gillman by power of attorney
11/06/2007

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Exercise of stock options awarded under the issuer's employee stock option plan.
- (2) The exercise price of the options and related withholding requirement was satisfied by the Company's withholding shares otherwise deliverable upon exercise of the options.
- (3) Sale of shares (with proceeds delivered to the Company) for payment of tax liability above minimum required statutory withholding (but not in excess of full applicable statutory tax rates) incident to the exercise of the option under the issuer's employee stock option plan.
- (4) As a result of the reported transactions, the reporting person's Common Stock ownership has increased by 14,737 shares.
- (5) The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.
- (6) Option became 100% exercisable on the date shown in this column.
- (7) Option becomes exercisable in one-third increments on each anniversary date, with the first third becoming exercisable on the date shown in this column.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number. *ve* Security

(Instr. 5)9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s)

(Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I)

(Instr. 4)11. Nature of Indirect Beneficial Ownership

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(Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Stock Option-Right to Buy \$
1.573301/19/2005 M 5,012 (2)04/02/2007 Common Stock, without par value 5,012 \$ 0 178,134 D

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SCHOTTENSTEIN JAY L 1800 MOLER ROAD COLUMBUS, OH 43207	X	X	Chairman of the Board	

Signatures

By: Robert J. Tannous,
Attorney-in-Fact 01/20/2005

__Signature of Reporting Person Date

Explanation of Responses:

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- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) Shares owned by trusts as to which Mr. Schottenstein serves either as trustee or trust advisor of various family trusts. Mr. Schottenstein disclaims beneficial ownership except to the extent of his pecuniary interest therein.
- (2) Option vests 20% per year beginning on the first anniversary of date of grant.

Remarks:

This is the first Form 4 to be filed for transactions made on 1/19/05. Multiple Form 4s are being filed due to the 30 transaction
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